

AUDIT AND GOVERNANCE COMMITTEE

Wednesday, 29 June 2022

Attendance:

Councillors
Cutler (Chairperson)

Achwal
Bolton
Bronk

Craske
Miller

Apologies for Absence:

Councillors Godfrey and Laming

Deputy Members:

Councillor Batho and Cunningham

Members in attendance who spoke at the meeting

Councillor(s) Power

Other members in attendance:

Councillor(s) Clear and Ferguson

[Audio and video recording of this meeting](#)

1. **DISCLOSURE OF INTERESTS**

Councillor Craske declared a personal (but not prejudicial) interest with regards to his employment with KPMG, who provided audit services to the Council.

2. **APPOINTMENT OF VICE CHAIRPERSON FOR THE 2022/23 MUNICIPAL YEAR**

RESOLVED:

That Councillor Bronk be appointed as vice-chairperson for the 2022/23 municipal year.

3. **CHAIRPERSON'S ANNOUNCEMENTS**

There were no announcements made.

4. **MINUTES OF THE PREVIOUS MEETING HELD ON 8 MARCH 2022**

RESOLVED:

That the minutes of the previous meeting held on 8 March 2022 be approved and adopted.

5. **PUBLIC PARTICIPATION**

There no questions asked or comments made.

6. **AUDIT COMMITTEE WORK PROGRAMME 22/23**
(AG078)

The Strategic Director and Monitoring Officer stated that the requirement for this additional meeting had highlighted an additional meeting would be prudent to be scheduled in June in future years to consider governance matters as governance workloads had increased in future years, as opposed to the remit of the committee with finance. The July meeting would then focus on financial issues.

In response to questions, the Strategic Director and Monitoring Officer advised that due to staffing changes and other work priorities it would not be possible to schedule the Constitution review report for the September meeting. However, an update on the latest position may be possible as part of the Monitoring Officer's annual report. In addition to this, a discussion paper on the council's Corporate Risks and any emerging risks that may impact the council in the future could be considered.

RESOLVED:

That the Audit and Governance Committee Work Programme for 2022/23 be approved.

7. **WORKFORCE REPORT 21/22**
(AG079)

The Service Lead – Human Resources introduced the report and responded to members' questions thereon.

Councillor Power drew members' attention to the age profile of the council as outlined in Table 6 of the report appendix and requested a view about whether this should be added to the council's risk profile. Following discussion, it was agreed that further investigation was required as to how best it could be added to the risk register.

Further to a request, the Service Lead advised that he would give further consideration to providing additional, appropriate benchmarking data in future committee reports.

Following discussions, it was agreed that a report be submitted to the September meeting on the results from the current employee attitude survey and that this

report include details of the current employment package (in terms of annual leave entitlement and other benefits etc) available to employees.

RESOLVED:

1. That the report be noted.
2. That in noting the age profile of the council's staff and having regard to the current national employment situation, the risks to the council be investigated further and added to the risk register.
3. That an update report be submitted to the meeting of the committee on 27 September 2022 regarding the current staff attitude survey and related matters.

8. **Q4 GOVERNANCE MONITORING**
(AG077)

The Senior Policy and Programme Manager introduced the report and, together with the Strategic Director and Monitoring Officer, responded to members' questions thereon.

Members noted that additional narratives had been provided on the overdue internal audit actions as well as a more detailed update on three specific internal audit reviews relating to health and safety, disabled facilities grants and information governance - records retention.

The Monitoring Officer acknowledged members' comments regarding the length of time taken to deal with some code of conduct complaints and outlined the measures being taken to address this and also to provide potential complainants with more information regarding the process at the outset. She advised that the council's members' code of conduct training had been extended to include information regarding what should be expected by a councillor subject of a complaint having been made.

RESOLVED:

That the content of the report, the progress against the internal audit management actions and the issues raised above be noted.

9. **BACKGROUND TO NOTICE OF MOTION ON OPEN & TRANSPARENCY OF**
DECISION MAKING
(AG084)

Councillor Cutler outlined the background to the report following the Notice of Motion submitted to Council on 12 January 2022. The Strategic Director and Monitoring Officer introduced the report and drew Members' attention to Appendix 1, which contained advice on the Notice of Motion prepared by Mark Heath working for Veale Wasbrough Vizards. The note had numbered each section of the Notice of Motion as set out below:

This Council commits to clearly demonstrate that it is open and transparent in all its decision-making, specifically by:

- *1. Properly consulting all councillors and the public before making any significant decisions about council projects or other major financial transactions.*
- *2. Within 12 months of a decision being made, publishing without restriction all papers used to support decisions on projects and other major financial transactions that were marked as exempt from publication at the time of the decision unless Full Council decides that these papers should remain exempt for a further 12 months.*
- *3. Recording the discussions, submissions and decisions at all meetings attended by any person outside Winchester City Council and, where those meetings relate to any decision made afterwards, for these records to be available to all councillors within 2 weeks and to the public within 12 months of the meeting unless Full Council decides that these papers should remain exempt for a further 12 months.*
- *4. Stopping the use of Non-Disclosure Agreements that councillors have been required to sign before being able to see some Council or Committee papers and to cancel any indemnity clauses in such Non-Disclosure Agreements previously signed by serving Councillors.”*

The Committee discussed each of the four points in turn, as summarised below.

Bullet point 1

The Committee discussed the report's proposed response as set out in paragraph 7.41 of the appendix. There was some discussion on the background to the notice of motion and a perception amongst some members and the public that proper consultation had not been undertaken. However, the Committee agreed with the report's conclusions that requirements placed on the council under the current constitution were adequate to demonstrate openness and transparency in decision-making.

Bullet Point 2

The Committee noted that the proposed process for the review of exempt reports was set out in appendix 1 to the report. It was agreed that the suggested process be agreed, with the additional recommendation that the Committee review its operation in 12 months' time.

Bullet point 3

The Committee noted that the conclusion of the report giving advice on the notice of motion (appendix 1 to the report, paragraph 9) was that this point failed on its merits and was also in breach of the fiduciary duty. It was therefore agreed that no further action be taken.

Bullet point 4

The Monitoring Officer drew members' attention to her review and proposed improvements to the use of non disclosure agreements (NDAs) as contained as appendix 3 to the report and responded to members' questions thereon.

The Monitoring Officer also specifically sought the agreement of the Audit and Governance Committee to the release of the NDA in respect of the July 2021 Central Winchester Regeneration (CWR) Cabinet report as had been agreed for the December CWR report in its entirety.

Furthermore that the Monitoring Officer sought the agreement of the committee to the release of the indemnity point of any existing NDA for reasons outlined in the report.

It was agreed that the proposed response as contained as appendix 3 to the report be agreed.

RESOLVED:

1. That the following responses be confirmed in response to the motion:

A) Bullet Point 1

"This Council commits to clearly demonstrate that it is open and transparent in all its decision-making, specifically by:

Committing to act in accordance with the Council's Constitution (Article 13.02) which states that decisions of the Council will be made in accordance with these principles:

- a) The actions must be proportionate to the desired outcome
- b) After due consultation and the taking of professional advice from officers
- c) With a respect for human rights
- d) With a presumption in favour of openness
- e) Natural justice
- f) With a clarity of aims and design options
- g) Giving reasons for the decision and the proper recording of those reasons"

B) Bullet Point 2

That the proposed procedure for review of exempt reports be agreed, as contained within Appendix 2 of the report with the requirement that the operation of the procedure be reviewed by the Audit and Governance Committee after a period of 12 months.

C) Bullet Point 3

That no further action be taken with respect to this point.

D) Bullet Point 4

That it be agreed that non-disclosure agreements be used only in exceptional circumstances and that the proposed safeguards to their use together with the improvements to the way exempt reports were displayed be agreed, as set out in appendix 3 to the report.

2. That the committee support the recommendation of the Monitoring Officer regarding release of the non-disclosure agreement (NDA) in respect of the July 2021 Central Winchester Regeneration (CWR) Cabinet report as had been agreed for the December CWR report, in addition to the release of the indemnity element of any other existing NDA.

The meeting commenced at 6.30 pm and concluded at 9.20 pm

Chairperson